

0100841007

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RECORDATION NO. 19633-C
FILED 1425

NOV 3 1995-2 22 PM November 3, 1995

INTERSTATE COMMERCE COMMISSION

Hon. Vernon A. Williams
Secretary
Interstate Commerce Commission
Washington, DC 20423

Dear Secretary Williams:

Enclosed are the original and two copies of the document described below, to be recorded pursuant to section 11303 of Title 49 of the U.S. Code.

The document, Memorandum of Sublease of Railroad Cars, is a sublease and a secondary document, dated October 26, 1995. The primary document to which this document is connected is recorded under Recordation No. 19633, dated September 29, 1995.

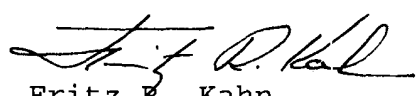
The names and addresses of the parties to the document are Kyle Railroad Company, P. O. Box 506, Phillipsburg, KS 67661, and Farmland Industries, Inc., P. O. Box 7305, Kansas City, MO 64116.

A description of the cars covered by the document appears in Exhibit "A" to the document.

This firm's check for \$21 in payment of the fee is enclosed. Please return the original and any copies not needed by the Commission for recordation to the undersigned.

A short summary of the document to appear in the index follows: A sublease by Kyle Railroad Company, dated October 26, 1995, of 100 covered hopper cars, and connected to the document recorded under Recordation No. 19633, dated September 29, 1995.

Sincerely yours,



Fritz R. Kahn
Attorney for Kyle Railroad Co.

1 Counterparts - 19633-C

RECEIVED NOV 3 1995

NOV 3 1995



Interstate Commerce Commission
Washington, D.C. 20423-0001

11/3/95

Office Of The Secretary

Fritz R. Kahn
Fritz R. Kahn, P.C.
1100 New York Ave., NW, Ste. 750
Washington, DC., 20005-3934

Dear Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 11/3/95 at 2:00PM, and assigned recordation number(s). 19633-C, 19633-D, 19633-E and 19649-A.

Sincerely yours,

Vernon A. Williams
Secretary

Enclosure(s)

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\$ 84.00 The amount indicated at the left has been received in payment of a fee in connection with document filed on the date shown. This receipt is issued for the amount paid and in no way indicate acknowledgment that the fee paid is correct. This is accepted subject to review of the document which has been assigned the transaction number corresponding to the one typed on this receipt. In the event of an error or any questions concerning this fee, you will receive a notification after the Commission has had an opportunity to examine your document.

Signature

19633-C
RECORDATION NO. FILED 1425
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MEMORANDUM OF SUBLEASE OF RAILROAD CARS

THIS MEMORANDUM OF SUBLEASE OF RAILROAD CARS ("Memorandum of Sublease"), made as of October 26, 1995, is intended to evidence the Sublease of Railroad Cars, dated as of October 26, 1995 (the "Lease") between KYLE RAILROAD COMPANY, a Kansas corporation ("Lessor"), and FARMLAND INDUSTRIES, INC., a Kansas corporation ("Lessee"), for the purpose of satisfying the requirements of recordation with the Interstate Commerce Commission under Section 49 of U.S.C. 11303. Lessor has the right to sublease the railroad cars, more fully described in Exhibit "A" attached hereto (the "Units"). Lessee subleased from Lessor all the Units at the rentals and upon the terms and conditions provided in the Lease.

IN WITNESS WHEREOF, each party, pursuant to due corporate authority, has executed this Memorandum of Sublease on the date indicated below its signature.

LESSOR

KYLE RAILROAD COMPANY,
a Kansas Corporation

By: 

RICK CECIL

Title: Executive Vice President

Date: Nov. 4, 1995

LESSEE

FARMLAND INDUSTRIES, INC.

By: 

Title: Dir. Rail Transp

Date: Oct. 31, 1995

ANNEX A

**To the Sublease of Railroad Cars dated as of October 26, 1995 between
KYLE RAILROAD COMPANY and FARMLAND INDUSTRIES.**

Equipment Description:

One hundred (100) 5,161 cu. ft. covered hopper railway cars
manufactured by Trinity Industries, Inc.

Unit Numbers:

KRIX 56051-56150, inclusive

STATE OF Missouri)
) S
COUNTY OF Clay)

On this 31st day of October, 1995, before me personally appeared Lynn S. Beecher, to me personally known, who, being by me duly sworn says that he is Director of Bail Transportation, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Deanna Hardin
Notary Public

My Commission Expires:

DEANNA HARDIN
Notary Public
STATE OF MISSOURI
CLAY COUNTY
My Commission Expires FEB 03, 1996

[Notarial Seal]

STATE OF ARIZONA)
) S
COUNTY OF Maricopa)

On this 1st day of November, 1995, before me personally appeared Rick Cecil, to me personally known, who, being by me duly sworn says that he is Exec. Vice President of Kyle Railroad Company, that said instrument was signed and sealed on behalf of said corporation by authority of its President and Directors and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Deanna K. Williams
Notary Public

My Commission Expires:

August 1, 1996

[Notarial Seal]